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Florida Department of State
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FLORIDA PROFIT CORPORATION OR P.A.

ds Studios, Inc.

Certificate of Status	0
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FAX AUDIT #

H020002008363**ARTICLES OF INCORPORATION**

In compliance with Chapter 607, F.S.

ARTICLE I NAMEThe name of the corporation shall be: **ds Studios, Inc.****ARTICLE II PRINCIPAL OFFICE**The principal place of business and mailing address of this corporation shall be:
3877 Turtle Run Blvd. #2234, Coral Springs, Florida 33067-4226.**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is: Digital editing and production of still photo and motion video content and production of distributed media such as DVD or VHS videotape.

ARTICLE IV SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 2,000. The par value of each share of stock is \$0.01.

ARTICLE V OFFICERS/DIRECTORS

The initial director of the corporation is:

Donald Sullivan, 3877 Turtle Run Blvd. #2234, Coral Springs, Florida 33067-4226

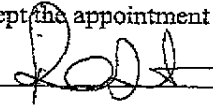
ARTICLE VI REGISTERED AGENT

The name and Florida Street address of the registered agent is: Business Filings Incorporated, 1000 West Avenue, Suite 1114, Miami Beach, Florida 33139. Located in the County of Miami-Dade.

ARTICLE VII INCORPORATOR

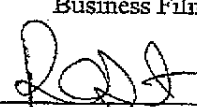
The name and street address of the incorporator to these Articles of Incorporation is Richard Oster, Business Filings Incorporated, 8025 Excelsior Dr., Suite 200, Madison, WI 53717.

I hereby accept the appointment as registered agent and agree to act in this capacity.

Signature: 

Date 9/19/02

Business Filings Incorporated

Signature: 

Date 9/19/02

Richard Oster, Incorporator

The document was prepared by: Business Filings Incorporated, Richard Oster, 8025 Excelsior Dr., Suite 200, Madison, WI 53717. 608-827-5300

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